

**Minutes of LSEAT Board held on
Tuesday 17 October 2023 from 5.30-7.30pm
in person at Orpington Campus Room C1/C2**

Part 1 Above the Line 5-30-6.45

Part 2 Below the Line 6.45-7.30

Trustees

Rama Venchard MBE	Chair
Dr Sam Parrett, CBE (SP)	Trustee & Group CEO
Denise James Mason (DJM)	Vice Chair
David Bailey (DB)	Trustee
Charles Yates (CY)	Trustee
Christopher Philpott (CP)	Trustee
Prof Lynne Revell (LR)	Trustee
Marek Michalski (MM)	Trustee
Sarah Servantes	Trustee
Beverley Eaglesfield	Trustee
Daniel Kwalombota (DK)	Co-opted Trustee (LSEC)

Governance Professional & Clerk to the Board

Jennifer Pharo (JP)	Group Chief Governance Officer
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Executive Officers in attendance

John Hunt (JHu)	Group Deputy CEO & Group CFO
Neil Miller (NM)	Deputy CEO Academies

Board Papers Published on Board Intelligence on 10 October

- Board Part 1 includes above the line items
- Board Part 2 includes below the line items

Welcome, apologies and declarations of interest

No apologies. No new declarations.

Board were advised of Bramley Oak Academy Ofsted outcome and the key narrative of Lead HMI that the “School changes pupils’ lives and Trust has made significant improvement contributions to the school”.

Chair presented his findings from his recent visits and discussions with Heads.

Number of issues discussed including

- Need for cost effective therapists,
- parents support for literacy,
- some classrooms don’t have air conditioning,
- improved ventilation
- greater challenge at Academy Councils
- Challenges with local authority -how do we support heads to be effective
- Subsidised child care to support recruitment and retention.
- Trust central team valued – concerns on growth
- Discrepancy in top of funding between boroughs.
- Spoke to children in all schools enjoyed school.

Board expressed thanks to the Chair for visiting each school in his first 6 weeks.

Chair had met all Board Members individually.

The Board NOTED the update.

Minutes of previous meeting held on 11 July 2023

The Minutes of the previous meeting were **APPROVED**

It was reported that SCR Tracker had been abandoned with a view to developing an in-house solution. It was reported that service issues in HR had been addressed with a restructure of the department to provide greater accountability on SCR and compliance and general HR transactional operations.

ACTION: Issue to remain open until full solution sourced and completed.

PART 1: ABOVE THE LINE AGENDA ITEMS:

Items **Above the Line** comprise five or six key strategic/operational matters for discussion

A.1 Group CEO Update

Group Strategy Review and Update

Group CEO report was presented and taken as read.

Chair reviewed pre-Board questions

An explanation on the purpose of the RD Advisory Board was requested, it was reported that the Chair was a member of this Board which reviewed changes to academies trusts including increased PAN, mergers and acquisitions, free schools, transfers and academy orders.

ACTION: Further information on the Skills Exchange concept being developed in the College to be reported to the Trust Board at a future meeting when further developed.

The PESTLE analysis was presented and taken as read.

ACTION: The Board requested a reminder of attendance at the next meeting and comparisons with national levels. It was reported that attendance was also impacted by cost of living and poverty with cost of travel to school and rising cost of living impacting on students' attendance,

External Policy document was reviewed and considered which provided key and timely information on policy decisions and policy trajectories that would impact on the Trust. This included information on national union position and activity.

It was reported that Project Galaxy initiative in previous year was working on the streamlining the process for young people to transition easily to the College and to ensure the curriculum and support available at College was sufficient and available to ensure smooth sustainable transition. The project continues to create a blueprint on transition.

Board Questions and Comments

In response to questions on recruitment strategies across the schools, it was reported that different tactics are applied at different schools with variable returns. It was reported that the Trust uses agencies and head hunters for recruitment and hard to fill posts

In response to questions regarding the research-based approach and the development of the new group strategy it was reported that the Director of Research would be leaving the Group, recruitment was underway. It was reported that the intent of the strategy was to lead some education research publication and link this to the Laser Foundation working with grant givers and charities to raise funds to support the outcomes both, long and short term. The Board discussed EDI initiatives and research.

In response to questions around the EDI Grants it was reported that this is a ten-year programme that was initiated following the BLM movement, a number of ongoing projects continue.

In response to questions around a Trust EDI Committee it was reported that a new co-ordinator in the Trust had been sourced and work to map the targets from the Single Equality Scheme was ongoing.

In response to questions on the Trust Recovery Fund it was reported that a full impact assessment and report would be presented to the Board in December. It . reported that over £500k had been granted and used to support various projects across the Trust. This included staff posts that were funded through the funds.

In response to questions on the continuation of funding these types of projects, it was reported that an expectation that funds raised through Laser Education Foundation would enable the continuation of projects and plug the gap left behind with the depletion of the Trust Recovery Fund.

In response to questions on AI Opportunities and Risk it was reported that the development of an AI Framework was being prepared by the GCGO and would be shared at a future meeting of the Board. Ethical considerations are key for both the use by students and staff. Use of tools like ChatGPT was on the rise. It was reported that other education providers in the system were reviewing and considering position of AI in Education.

In response to questions around attendance it was reported that he recent Pubic First research had reported a seismic change in teh attendance issues with parents less engaged and with less imperative to ensure their children attend school. Attendance will continue to be a critical and important indicator.

In response to questions on holiday period flexibility it was reported that a two week half term in the Autumn Term was already in the school calendar.

In response to questions on Staff Surveys and satisfaction it was reported that the final survey information would be provided to the December Board.

In response to question on the Gatsby Benchmarks, it was reported that significant careers engagement is completed within the schools and evidenced through the positive destination data presented with the outcome data. It was reported that NEET data was extremely positive.

A.2 **CONFIDENTIAL ITEM**

Trust Growth and Development – Update

The Trust Growth and Development Report was presented to the Board for discussion and pre questions considered. It was reported that the growth and development criteria had been developed and finessed at the Trust Development and Growth Reference Group.

The Board were advised that capacity givers and takers were considered and applied to the criteria. For example WRPS transfer was a capacity giver, giving the strong leadership and management team currently in place. It was reported that geographically criteria was a focus for developing a Surrey Hub.

The Board discussed the various opportunities presented in the confidential report and considered scenarios.

Board Questions and Comments

In response to questions it was reported that educational due diligence was very much a consideration in the capacity givers and takers scenario.

In response to questions on training and development it was reported that WRPS had a strong background in this area that would play a key role in developing CPD offers for staff.

The Board **APPROVED** the Design Principles.

A2.1 Transfer Update: Warren Road Primary School (Single Academy Trust Transfer0

The Board **RECEIVED** report prepared by Place Group the organisation commissioned to support the project management of the transfer of WRPS to LSEAT. The summary project progress report was provided and reported that the project workstreams were progressing well with most elements being RAG rated as Green.

It was reported that the legal activities were progressing ahead of schedule with draft versions of the Deed of Novation and Variation and Supplemental Funding Agreement (SFA) submitted to the DfE for initial review. The Board received the due diligence reports provided for all areas except Estates and Governance.

A TUPE timeline was presented to the Board for approval.

The Board discussed the issues relating to health and safety due diligence where the most significant due diligence risks have been identified relating to fire. The main issue related to the fire alarm which had been scheduled to be replaced prior to transfer with work commencing over half term.

It was reported that although the Estates due diligence report had not quite been finalised, the Executive reported building liabilities of c£1.5m to £2m over the next five years, comprising safety works and the school would need to fund these liabilities from additional SCA monies, annual surpluses and reserves over this period.

It was reported that financial due diligence demonstrated c£250k of reserves at end of August 2023. Expended monies on health and safety remedial works (fire alarm system) identified during due diligence would need to be deducted from this value.

As due diligence had not been wholly finalised the Board were requested to formally **APPROVE** the delegated authority of a Chair's Action to proceed with the Legal Transfer of Warren Road Primary School to London South East Academies Trust subject to satisfactory outstanding due diligence, such Chair's Action to be applied and effected before 30th October 2023.

The Board were asked to **APPROVE** the commencement of TUPE process for consultation

Board Questions and Comments

In response to questions it was reported that most of the fire safety issues would be resolved by the installation of a new fire alarm system and information on fire compartment surveys was required. In response to questions the Board were advised that the school would not be fully compliant on transfer to LSEAT and that these were legacy issues that would suggest the school had not been fire compliant when transferred out of London Borough of Bromley.

The Board were advised that Executive had a plan to address the issues post transfer to ensure all compliance issues were completed this would include using reserves as necessary.

Following discussions the Board confirmed that this was not the same risk as Heron Academy and low risk in terms of the mitigations to be put in place working with the Group Director H&S. The school was low single storey building with access to outside space from most classrooms.

Following further discussions the Board were advised that the school had been outstanding for over 20 years and that WRPS Trustees had not invested in the school infrastructure, the transfer process and the Head Teacher, Chair and Board were all supportive and parent and staff consultations had been positive.

The Board **RESOLVED** to **APPROVE** the delegated authority of a Chair's Action to proceed with the Legal Transfer of Warren Road Primary School to London South East Academies Trust through the signing of the Transfer Agreement, as presented and reviewed by the Trust Lawyers and agreed by both parties, subject to satisfactory outstanding due diligence on the Health & Safety matters discussed by the Board on 17th October 2023, such Chair's Action to be applied and effected before 30th October 2023.

Final Due Diligence reports to be shared with the Chair.

The Board **RESOLVED** to **APPROVE** the commence of the TUPE consultation.”

A.3 DCEO Operational & Safeguarding Update

The DCEO presented the report which was taken as read.

The report addressed outcomes of all schools for 2022/23 and summarised the schools' development plans and SEFs which had been presented to the Provision Boards and Academy Councils.

The MoU with London Borough of Bexley was presented in the reading pack, and it was reported this was now being reviewed by the Trust lawyers.

Board Questions and Comments

In response to the questions it was noted that College was undertaking a culture survey and review with staff, and it was suggested to apply this approach in the Trust. Executive to consider this further.

In response to questions it was reported that “pupils missing from home” was a growing new category and part of the KCSIE requirement. This demonstrated some of the changing demographics of pupils in the Trust and the challenges staff face in monitoring attendance.

The Board **NOTED** the report.

A.4 Bexley Music Hub – Update

An update on the Special Purpose Vehicle was provided.

It was reported that further information would be shared with the Board once available. DCEO and GCGO working with the Service Head and Partners.

The Board **NOTED** the report.

A.5 GCFO Update & Presentation
CONFIDENTIAL ITEM: Fraud Update

Group CFO report on the fraud was presented and taken as read.

It was reported that the fraud had been investigated by Group internal auditors Scrutton Bland and the reported was provided.

Details of the volumes involved in the fraud were contained within the report and the board was advised that the fraud activity had involved both the College and Trust with equal volumes.

Fraud activity had been small frequent volumes over a short period of time. Total value for both organisations was c£26k split almost equally across two academic years.

Funds would be recoverable directly from the perpetrator through debt collectors and court proceedings. If unsuccessful a route would be followed to claim against RPA insurance.

Board Questions and Comments

In response to questions it was reported that controls and systems had been changed and tightened and super user number restricted. Other technical aspects of the system had been slightly modified. The ESFA would need to be notified as the value was over £10k. A note would be included in the annual Financial Statements and matter had been discussed with the External Auditors.

The Board **NOTED** the report.

A.6. GCGO Update (T4)
LASER update

Board received an update on the constitution and charity registration process for LASER. It also received the operational information, budget for 2024 and three-year plan for further information. The Board was advised that charity would commence operations in January 2024.

The Board **NOTED** the update.

PART 2: BELOW THE LINE

(30-45 mins to cover pre questions and comments on papers and decisions)

Items **Below the line** are presented for approval and/or for information, monitoring and noting.

Below the line items will be presented and categorised using the same category types as above.

Governors or Trustees wishing to address matters arising should notify the Group Chief Governance Officer in advance of the meeting and complete pre-questions template provided.

B1. Reports, Updates & Executive Briefings

Group People Structure (Appendix 3 GCEO Update)

This was received and reported in Item A1.

B1.1 DCEO Operational & Performance Update

2022/23 Outcomes

MoU London Borough of Bexley

This were received and reported in Item A3 above.

B1.2 Group CFO Update

Management Accounts P12 & Commentary

The Management accounts were received and **NOTED** as presented.

Risk Register

The Risk Register was received and **NOTED** as presented.

B.2 Information or Recommendations from Committees for Approval

The following items were presented and received as read, having been reviewed by the Group Committees.

Group Finance Sub Committee on Capital Programmes updated **NOTED** for information.

Finance Sub Committee on Capital – TOR were **APPROVED**

Strategic Growth and Development Reference Group TOR were **APPROVED**

Summary Update from Committee Chairs (Provision Boards) were **NOTED** for information.

B.3. Policies

Group GDPR Policy was presented and received as read. The Board **APPROVED**.

B.4 Governance / Statutory / Regulatory Updates (Annual reports, etc)

The Health & Safety Annual Report was presented and received as read.

It was reported that this showed progress and overall good direction of travel towards fire safety.

An increase in injuries to staff was reported and NOTED. This was an issue for Specialist & AP settings and all safeguards were taken to ensure Staff remain safe and behaviour followed up.

The following items were presented and received as read.

Regularity Self-Assessment was **NOTED** by the Board.

Resolutions passed outside of meeting were **NOTED**.

Visit Reports were presented and **NOTED**.

Academies Handbook and Governance Code was shared for information and **NOTED**.

AOB : Matter in relation to a PEX pupil at Woodside was reported. ACTION

ACTION: New Exclusion Policy for the Trust to be developed.

Date of Next Meeting – 12 December 2023

ACTIONS

- College Skills Exchange Project to be shared with Trust Board when finalised.
- Attendance statistics to be presented to the Board against national rates
- Trust Recovery Impact Report to be presented to December Board.
- Staff Surveys to be reported at December Board
- GCGO to source retainer for legal advice.
- Trust Estates Strategy to be finalised

Minutes APPROVED :



Rama Venchard, Chair
12th December 2023